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A CCH LEGAL INFORMATION SERVICES COMPANY

Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO **BUSINESS IN FLORIDA** IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMI REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. 1. Eduprise, Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) 3. 56-2136047 2. Delaware (FEI number, if applicable) (State or country under the law of which it is incorporated) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual") (Date of incorporation) Upon Qualification (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 7. 2000 Perimeter Park Dr., STE 160, Morrisville, NC 27560 (Current mailing address) ay lawful business (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Name: C T Corporation System Office Address: 1200 South Pine Island Road Plantation Florida, <u>33324</u>

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

(Registered agent's signature)

MARY R. ADAMS

ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

^{12.} Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable) FL019 - 9/2/99 CT System Online

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)	PS T T
Chairman: see attachment	
Address:	SCENE
, Add Vol.	FST
Vice Chairman:	THE R
Address:	
Director:	
Address:	
Director:	
Address:	
B. OFFICERS (Street address only - P.O. Box NOT acceptable)	
President:	
Address:	
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Vice President:	·
Address:	<u> </u>
Secretary:	
Address:	·
	,
Treasurer:	
Address:	
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or dire	ectors.
13. De Burneral	
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the applican	tion)
14. David Bursiek, President, CEO (Typed or printed name and capacity of person signing application)	

OFFICERS & DIRECTORS Eduprise, Inc.



OFFICERS

David Bursiek Michael Locke President Asst. Secretary

All are located at: 2000 Perimeter Park Dr., STE 160, Morrisville, NC 27560

DIRECTORS

John A Canning, Jr.
Rodney L. Goldstein
John F Cozzi
Stephen P Murray
Robert King
Ken Pigott
William H Graves
David Bursiek

All are located at: 2000 Perimeter Park Dr., STE 160, Morrisville, NC 27560

State of Delaware Office of the Secretary of State

PAGE 101 FEB 15

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EDUPRISE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

Secretary of State

AUTHENTICATION: 0919905

DATE: 01-17-01

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